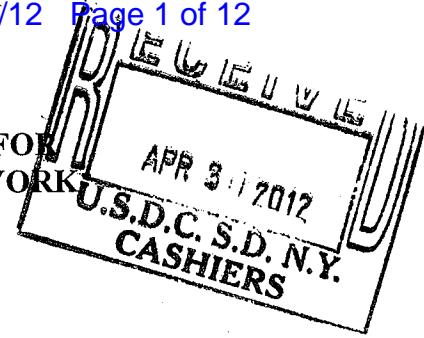


UNITED STATES DISTRICT COURT FOR
THE SOUTHERN DISTRICT OF NEW YORK

MICROSOFT CORPORATION,)
SAP AG, and SAP AMERICA, INC.,)
Plaintiffs,)
v.)
DATATERN, INC.,)
Defendant.)

Consolidated Cases:

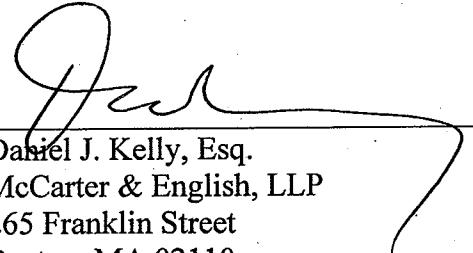
Civil Action No. 11-cv-02365-RJH ✓
 Civil Action No. 11-cv-02648-RJH

**MOTION FOR ADMISSION
*PRO HAC VICE***

Pursuant to Rule 1.3 of the Local Rules of the United States Courts for the Southern and Eastern Districts of New York, I, Daniel J. Kelly, hereby move this court for an Order for admission to practice *pro hac vice* to appear as counsel for Datatern, Inc. in the above-captioned action.

I am in good standing of the bars in the states of Massachusetts, Virginia, Maryland and the District of Columbia, as well as the United States District Court in the District of Massachusetts, United States District Court in the District of Columbia, the United States Court of Federal Claims, the First Circuit Court of Appeals, the Second Circuit Court of Appeals and the Federal Circuit Court of Appeals. There are no pending disciplinary proceedings against me in any state or federal courts.

Respectfully submitted,


 Daniel J. Kelly, Esq.
 McCarter & English, LLP
 265 Franklin Street
 Boston, MA 02110
 617-449-6526
 dkelly@mccarter.com

April 25, 2012

CERTIFICATE OF SERVICE

I certify that a true and accurate copy of the above Motion was served on this 26th day of April, 2012 upon counsel of record for Microsoft Corp., SAP AG and SAP America, Inc. via electronic and first class mail.



Mabel Andrews

UNITED STATES DISTRICT COURT FOR
THE SOUTHERN DISTRICT OF NEW YORK

MICROSOFT CORPORATION,)	
SAP AG, and SAP AMERICA, INC.,)	
Plaintiffs,)	<u>Consolidated Cases:</u>
v.)	Civil Action No. 11-cv-02365-RJH ✓
DATATERN, INC.,)	Civil Action No. 11-cv-02648-RJH
Defendant.)	DECLARATION OF DANIEL J. KELLY IN SUPPORT OF MOTION FOR ADMISSION <i>PRO HAC VICE</i>

I, Daniel J. Kelly, declare under the penalty of perjury as follows:

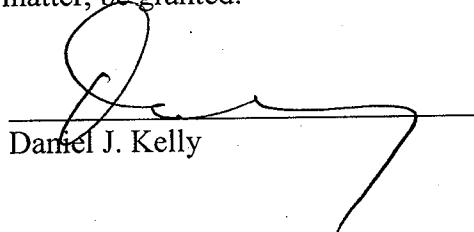
1. I am an attorney with McCarter & English, LLP, counsel for Datatern, Inc. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of my motion for admission *pro hac vice* as counsel to represent Datatern, Inc. in above captioned consolidated matters.
2. I am a member in good standing of the bars of the states of Massachusetts (admitted on June 23, 1989), Maryland (admitted on December 19, 1985), the District of Columbia (admitted on April 2, 1986) and Virginia (admitted on September 25, 1986). I am also admitted to practice law in the United States District Court in the District of Massachusetts, the United States District Court in the District of Columbia, the United States Court of Federal Claims, the First Circuit Court of Appeals, the Second Circuit Court of Appeals and the Federal Circuit Court of Appeals. I am in good standing with all of these courts and there are no disciplinary proceedings pending against me.

3. Pursuant to Local Civil Rule 1.3(c), I have attached the certificates of good standing for the bars of the states of Massachusetts, Virginia, Maryland and the District of Columbia as Exhibit A hereto.

4. I am experienced in federal practice and familiar with the Federal Rules of Civil Procedure and the rules of this Court.

5. I respectfully submit the motion for admission *pro hac vice* and the proposed order granting my admission *pro hac vice*, which is attached to the motion as Exhibit B.

WHEREFORE, it is respectfully requested that the motion to admit Daniel J. Kelly, *pro hac vice*, to represent Datatern, Inc. in the above-captioned matter, be granted.



Daniel J. Kelly

April 25, 2012

Exhibit A

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **twenty-third** day of **June** **1989**, said Court being the highest Court of Record in said Commonwealth:

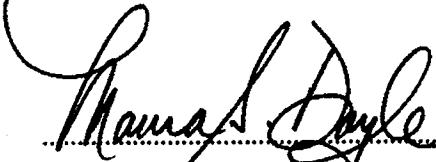
Daniel J. Kelly

being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the seal of said Court, this **seventeenth** day of **April**

in the year of our Lord **two thousand and twelve**.




MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

VIRGINIA STATE BAR



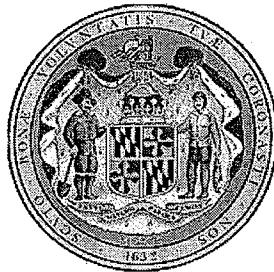
CERTIFICATE OF GOOD STANDING

THIS IS TO CERTIFY THAT DANIEL JAMES KELLY IS AN ACTIVE MEMBER OF THE VIRGINIA STATE BAR IN GOOD STANDING. MR. KELLY WAS LICENSED TO PRACTICE LAW IN VIRGINIA ON SEPTEMBER 25, 1986, AFTER SUCCESSFULLY PASSING THE BAR EXAMINATION GIVEN BY THE VIRGINIA BOARD OF BAR EXAMINERS.

Issued April 19, 2012

Karen Gould
KAREN A. GOULD
EXECUTIVE DIRECTOR AND
CHIEF OPERATING OFFICER

**Court of Appeals
of Maryland
Annapolis, MD**



CERTIFICATE OF GOOD STANDING

STATE OF MARYLAND, ss:

I, Bessie M. Decker, Clerk of the Court of Appeals of Maryland, do hereby certify that on the nineteenth day of December, 1985,

Daniel James Kelly

having first taken and subscribed the oath prescribed by the Constitution and Laws of this State, was admitted as an attorney of said Court, is now in good standing, and as such is entitled to practice law in any of the Courts of said State, subject to the Rules of Court.

In Testimony Whereof, I have hereunto set my hand as Clerk, and affixed the Seal of the Court of Appeals of Maryland, this nineteenth day of April, 2012.

Bessie M. Decker

Clerk of the Court of Appeals of Maryland



District of Columbia Court of Appeals
Committee on Admissions
430 F Street, N.W. — Room 123
Washington, D.C. 20001
202 / 879-2710

I, JULIO A. CASTILLO, Clerk of the District of Columbia Court of Appeals, do hereby certify that

DANIEL J. KELLY

was on the 2ND day of APRIL, 1986
duly qualified and admitted as an attorney and counselor entitled to practice before this Court and is, on the date indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have hereunto subscribed my name and affixed the seal of this Court at the City of Washington, D.C., on April 23, 2012.

JULIO A. CASTILLO
Clerk of the Court

By: Daniel J. Hancock
Deputy Clerk

Exhibit B

UNITED STATES DISTRICT COURT FOR
THE SOUTHERN DISTRICT OF NEW YORK

MICROSOFT CORPORATION,)	
SAP AG, and SAP AMERICA, INC.,)	
Plaintiffs,)	<u>Consolidated Cases:</u>
v.)	Civil Action No. 11-cv-02365-RJH
))	Civil Action No. 11-cv-02648-RJH
DATATERN, INC.,)	ORDER FOR ADMISSION
Defendant.)	<i>PRO HAC VICE</i>
)	

The motion of Daniel J. Kelly for admission to practice *pro hac vice* in the above captioned consolidated actions is granted.

The applicant has declared that he is a member in good standing of the bar in the states of Massachusetts, Virginia, Maryland and the District of Columbia, as well as the United States District Court in the District of Massachusetts, United States District Court in the District of Columbia, the United States Court of Federal Claims, the First Circuit Court of Appeals, the Second Circuit Court of Appeals and the Federal Circuit Court of Appeals and that his contact information is as follows:

Daniel J. Kelly, Esq.
McCarter & English, LLP
265 Franklin Street
Boston, MA 02110
617-449-6526
dkelly@mccarter.com

The applicant has requested admission *pro hac vice* to appear for all purposes for Datatern, Inc. in the above entitled consolidated matters;

IT IS HEREBY ORDERED that Daniel J. Kelly is admitted to practice *pro hac vice* in the above captioned case in the United States Court for the Southern District of New York. All

attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at apply for an ECF PASSWORD.

April ___, 2012

United States District Judge